

THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)

ENTERED  
APR 05 2002  
CLERK'S OFFICE  
U.S. BANKRUPTCY COURT  
DISTRICT OF MARYLAND  
BALTIMORE

In re:

PORTER-HAYDEN COMPANY,

Case No. 02-5-4152-SD  
(Chapter 11)

Debtor.


**ORDER AUTHORIZING EMPLOYMENT OF WHITEFORD, TAYLOR & PRESTON  
L.L.P. AS ATTORNEYS TO THE DEBTOR AND DEBTOR IN POSSESSION**

Upon consideration of the Application for Authority to Employ Whiteford, Taylor & Preston L.L.P. as Attorneys for the Debtor and Debtor in Possession (the "Application") filed by Porter-Hayden Company, the debtor and debtor in possession in this case (the "Debtor"), the Verified Statement of Martin T. Fletcher, a partner of the firm of Whiteford, Taylor & Preston L.L.P. ("WT&P"), pursuant to Bankruptcy Rule 2014(a), and the Disclosure of Compensation submitted under Bankruptcy Rule 2016(b), and it appearing that WT&P is duly qualified to represent the Debtor in its case before this Court, and the Court being satisfied that WT&P neither holds nor represents an interest adverse to the Debtor or its estate, that its employment is necessary and is in the best interest of the Debtor, its estates, and its creditors, and it appearing that adequate notice of the Application has been provided and that no further notice of said Application need be given; and ~~after consideration of~~ <sup>without</sup> any objections made thereto and after any hearing thereon, and it appearing that good cause exists for granting the relief requested in the Application; it is, therefore, this 4th day of April, 2002, by the United States Bankruptcy Court for the District of Maryland,

(44)

**ORDERED** that the Application be and it hereby is **APPROVED**, effective as of the Petition Date; and it is further,

**ORDERED** that the Debtor be and hereby is authorized to employ WT&P as counsel to represent it as debtor and debtor in possession in this case on the terms set forth in the Application, with compensation and reimbursement of expenses subject to further order of this Court.

  
United States Bankruptcy Judge

**E. STEPHEN DERBY  
JUDGE**

cc: Martin T. Fletcher, Esquire  
Whiteford, Taylor & Preston, LLP  
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